

Exhibit 12



Andy Weber
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Via FedEx

January 19, 2006

Mr. Timothy Armstrong
Vice President – Advertising Sales
Google, Inc.
1440 Broadway, 21st Floor
New York, NY 10018

Dear Tim,

Recently we had a brief email exchange with David Lee of Google regarding the incorporation of our navigable video technology into the Google Pack. Later it was suggested that we provide you with a more complete description of who we are and how our technology fits with Google's strategic plans. We pioneered this concept 8 years ago. Our content has been used by NBC Sports, ABC Sports, ESPN, The Golf Channel, Nike and the U.S. Tennis Assn. in broadcast, internet and marketing applications.

Who We Are and What We Do – Kewazinga has originated, patented and proven Navigable Multi-Camera Video, which is viewed by means of a Video Navigation Player. Using the Player is more akin to game play than the linear conventions of broadcast television in that it enables viewers to personalize their viewing experiences of live and recorded events by allowing them to “navigate” through and around the events independently of how other end-users are experiencing the same event.

This non-linear video experience provides the tools and the experience to transform almost all forms of video content experience, from data searches to advertising to personalized exploration of live events; including shopping, sports, entertainment, news, communications, and game play that includes live components. In short, the implications and applications are far-reaching and enormous.

Fit with Google's Strategic Plans – We are approaching Google because our Player technology can easily fit within the Google Pack. Including this type of Player experience has sea-change implications for the kinds of innovation that could influence the search engine space and beyond – innovation that, as we say in the attached Strategic Plan, is not simply about bringing information to people but about enabling people to move through information the way they move through life.

Diversified revenue generation arises from multiple navigable paths as well, including (i) content distribution pay-per-view or subscription fees, (ii) advertising content creation and targeted dissemination, and (iii) content production licensing.

Just one example in the advertising space would be to use navigable video as a way for advertisers to tap the mobile phone market. While these phones and other gadgets will be a highly coveted platform for targeted advertising, the sensitivities of carriers to customers' fears that such ads might be overly intrusive in a very personal space is real. Navigable video would offer “affinity windows” where, for example, a very short navigable “highlight clip” of a sports event could be something that sports aficionados would deem an acceptable trade-off for the intrusion – a very compelling toy that could empower them to illuminate an “action moment” or analyze a play for themselves by moving around it.

Next Steps – After you have had a chance to review the enclosed Strategic Proposal and (linear) video demo, we would be happy to schedule a time to meet with you to give you an opportunity to view our current form of VN Player in person and hear our plans for progressive refinements. We look forward to hearing from you at your earliest convenience as, for the reasons laid out in the enclosed Proposal, our goal is to solidify a long-term relationship with a strategic content search and distribution partner in the very near term.

Warmest regards,